

**FEC FORM 5****REPORT OF INDEPENDENT EXPENDITURES MADE AND CONTRIBUTIONS RECEIVED**

To Be Used by Persons (Other than Political Committees) including Qualified Nonprofit Corporations

1. (a) Name of Individual, Organization or Corporation <b>AMERICANS FOR PROSPERITY</b>		3. FEC Identification Number <b>C</b> <b>C90013285</b>
(b) Address (number and street) <input type="checkbox"/> check if different than previously reported 2111 WILSON BLVD. SUITE 350		
(c) City, State and ZIP Code ARLINGTON VA 22201		
2. <b>Corporate filers only</b>	Is the filer a qualified nonprofit corporation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Individual filers only</b>	Name of Employer	Occupation

## 4. TYPE OF REPORT (check appropriate boxes):

- (a) ☐ April 15 Quarterly Report  
☐ July 15 Quarterly Report  
☐ October 15 Quarterly Report  
☐ January 31 Year-End Report
- ☒ 24-Hour Report  
☐ 48-Hour Report

b) Is this Report an amendment? Yes ☒ No ☐

## 5. COVERING PERIOD: FROM

MM / DD / YYYY  
08 / 27 / 2012  
THROUGH  
MM / DD / YYYY  
09 / 04 / 2012

6. TOTAL CONTRIBUTIONS .....

.00

7. TOTAL INDEPENDENT EXPENDITURES .....

2503926.23

Under penalty of perjury I certify that the independent expenditures reported herein were not made in cooperation, consultation, or concert with, or at the request or suggestion of, any candidate or authorized committee or agent of either, or any political party committee or its agent. In addition, (if the independent expenditures reported herein were made by a corporation) I certify that the corporation is a qualified nonprofit corporation under the Commission's regulations.

TYPE OR PRINT NAME OF PERSON COMPLETING FORM

SIGNATURE

DATE

*[Electronically Filed]*

Tim Phillips

Tim Phillips

12/17/2012

NOTE: Submission of false, erroneous or incomplete information may subject the person signing this report to the penalties of 2 U.S.C. §437g.

For further information, contact:

Federal Election Commission, 999 E Street, N.W., Washington, D.C. 20463 Toll Free 800-424-9530, Local 202-694-1100

**SCHEDULE 5-E**  
**ITEMIZED INDEPENDENT EXPENDITURES**PAGE 2 OF 3  
FOR LINE 7 OF FORM 5

NAME OF FILER (In Full)

AMERICANS FOR PROSPERITY

Full Name (Last, First, Middle Initial) of Payee AOL Advertising Inc.		Date MM / DD / YYYY 08 / 27 / 2012	
Mailing Address 770 Broadway 6th Floor		Amount 239881.96	
City New York	State NY	Zip Code 10003	Transaction ID : F57.000001
Purpose of Expenditure Advertising - placement of web ads ("New Ideas" & "Tick Tock")		Category/ Type 004	Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President State: _____ District: _____
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose	
Calendar Year-To-Date Per Election for Office Sought 20483112.83		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General 2012 <input checked="" type="checkbox"/> Other (specify) _____ Convention	

  

Full Name (Last, First, Middle Initial) of Payee Pandora Media, Inc.		Date MM / DD / YYYY 08 / 27 / 2012	
Mailing Address 25601 Network Place		Amount 186060.00	
City Chicago	State IL	Zip Code 60673	Transaction ID : F57.000002
Purpose of Expenditure Advertising-placement of web radio ad ("Change")		Category/ Type 004	Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President State: _____ District: _____
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose	
Calendar Year-To-Date Per Election for Office Sought 20669172.83		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General 2012 <input checked="" type="checkbox"/> Other (specify) _____ Convention	

  

Full Name (Last, First, Middle Initial) of Payee Adtegrity.com Inc.		Date MM / DD / YYYY 08 / 27 / 2012	
Mailing Address 38 Commerce Ave., SW Suite 200		Amount 136111.11	
City Grand Rapids	State MI	Zip Code 49503	Transaction ID : F57.000003
Purpose of Expenditure Advertising-placement of web ads ("New Ideas" & "Tick Tock")		Category/ Type 004	Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President State: _____ District: _____
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose	
Calendar Year-To-Date Per Election for Office Sought 20805283.94		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General 2012 <input checked="" type="checkbox"/> Other (specify) _____ Convention	

(a) SUBTOTAL of Itemized Independent Expenditures..... ➤

562053.07

(b) SUBTOTAL of Unitemized Independent Expenditures..... ➤

(c) TOTAL Independent Expenditures ..... ➤  
(carry total from last page forward to Line 7)

**SCHEDULE 5-E**  
**ITEMIZED INDEPENDENT EXPENDITURES**PAGE 3 OF 3  
FOR LINE 7 OF FORM 5

NAME OF FILER (In Full)

AMERICANS FOR PROSPERITY

Full Name (Last, First, Middle Initial) of Payee Target Enterprises, LLC		Date MM / DD / YYYY 08 / 28 / 2012
Mailing Address 15620 Ventura Blvd. Suite 1240		Amount 50500.00
City Sherman Oaks	State CA	Zip Code 91403
Purpose of Expenditure Advertising-placement of web ads ("New Ideas" & "Tick Tock")		Category/ Type 004
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought 20855783.94		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) <input type="checkbox"/> Convention
Full Name (Last, First, Middle Initial) of Payee Google Inc.		Date MM / DD / YYYY 08 / 28 / 2012
Mailing Address 1600 Amphitheatre Parkway		Amount 190000.00
City Mountain View	State CA	Zip Code 94043
Purpose of Expenditure Advertising-placement of web ads ("New Ideas" & "Tick Tock")		Category/ Type 004
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought 21045783.94		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) <input type="checkbox"/> Convention
Full Name (Last, First, Middle Initial) of Payee Mentzer Media		Date MM / DD / YYYY 08 / 28 / 2012
Mailing Address 600 Fairmount Ave Suite 306		Amount 1701373.16
City Towson	State MD	Zip Code 21286
Purpose of Expenditure Advertising-TV placement ("New Ideas")		Category/ Type 004
Name of Federal Candidate Supported or Opposed by Expenditure: Barack Obama		Office Sought: <input type="checkbox"/> House <input type="checkbox"/> Senate <input checked="" type="checkbox"/> President Check One: <input type="checkbox"/> Support <input checked="" type="checkbox"/> Oppose
Calendar Year-To-Date Per Election for Office Sought 22747157.10		Disbursement For: <input type="checkbox"/> Primary <input type="checkbox"/> General <input checked="" type="checkbox"/> Other (specify) <input type="checkbox"/> Convention
(a) SUBTOTAL of Itemized Independent Expenditures.....		1941873.16
(b) SUBTOTAL of Unitemized Independent Expenditures.....		
(c) TOTAL Independent Expenditures ..... (carry total from last page forward to Line 7)		2503926.23